

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

ROBERT FIREMAN and ANN RAIDER,)
)
Plaintiffs,)
)
v.) CIVIL ACTION NO. 05-11740MLW
)
NEWS AMERICA MARKETING IN-STORE,)
INC.,)
)
Defendant.)
)

**ROBERT FIREMAN AND ANN RAIDER'S INITIAL
DISCLOSURES PURSUANT TO FED. R. CIV. P. 26(a)(1)**

Robert Fireman ("Mr. Fireman") and Ann Raider ("Ms. Raider") hereby disclose the following pursuant to Rule 26(a)(1) of the Federal Rules of Civil Procedure and Local Rule 26.2. Mr. Fireman and Ms. Raider reserve their right to supplement these disclosures as necessary.

A. Individuals Likely to Have Discoverable Information That Mr. Fireman and Ms. Raider May Use To Support Their Claims

1. Paul Carlucci
Chairman
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Carlucci possesses information relative to News America Marketing's purchase of Consumer Card Marketing, Inc. ("CCMI"), including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Carlucci possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

2. Henri Lellouche
Senior Vice President

News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Lellouche possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Lellouche possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

3. John Rubin
Senior Vice President
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Rubin possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Rubin possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

4. Gene Kline
Executive Vice President
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Kline possesses information relative to News America Marketing's purchase of CCMI. Mr. Kline possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

5. Chris Mixon
Executive Vice President
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Mixon possesses information relative to News America Marketing's purchase of CCMI. Mr. Mixon possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

6. Bill Chrisie
Chief Information Officer

News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Christie possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

7. David Devoe Sr.
Chief Financial Officer
News Corp.

Mr. Devoe possesses information relative to News America Marketing's purchase of CCMI. Mr. Devoe possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

8. Peter Chernin
President
News Corp.

Mr. Chernin possesses information relative to News America Marketing's purchase of CCMI. Mr. Chernin possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

9. Lachlan Murdock
News Corp.

Mr. Murdock possesses information relative to News America Marketing's purchase of CCMI. Mr. Murdock possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

10. David Benson
Chief Information Officer
News Corp

Mr. Benson possesses information relative to News America Marketing's purchase of CCMI. Mr. Benson possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

11. Rich Roseman
Vice President of Information Services
News America Marketing

1211 Avenue of the Americas
New York, New York

Mr. Roseman possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

12. Marty Garofalo
Former Executive Vice President of Sales
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Garofalo possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

13. Wayne Campanili
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Campanili possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI. Mr. Campanili possesses information relating to News America Marketing's contracts, including its contract with Ms. Raider and Mr. Fireman.

14. John Linguini
News America Marketing
1211 Avenue of the Americas
New York, New York

Mr. Linguini possesses information relating to News America Marketing's finances in 2002 and possesses information relating to News America Marketing's contract with Ms. Raider and Mr. Fireman and the payout provision. Mr. Linguini possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

15. David Devoe Jr.
Chief Financial Officer
News Corp.
Avenue of the Stars
Los Angeles, CA

Mr. Devoe possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Devoe possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI, including but not limited to its finances.

16. Heather Harde
News Corp.
Avenue of the Stars
Los Angeles, CA

Ms. Harde possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the due diligence of CCMI. Ms. Harde possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing, including but not limited to www.smartsouce.com.

17. Mike Ricanno
Chief Financial Officer
News Corp.
New York, New York

Mr. Ricanno possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the due diligence of CCMI. Mr. Ricanno possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI, including but not limited to its finances.

18. Dominick Porco
New York, New York

Mr. Porco possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the due diligence of CCMI. Mr. Porco possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

19. Jennifer Jehn
Florida

Mr. Jehn possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

20. Chris Bruther

Connecticut

Mr. Bruther possesses knowledge of CCMI's (which later became Smart Source Direct) operations, including its finances, and the operations of News America Marketing as it affected CCMI, including but not limited to its finances.

21. Mike Cleary
former VP of Smart Source Direct
General Manager of Mobile Media
Connecticut

Mr. Cleary possesses knowledge of CCMI's (which later became Smart Source Direct) operations, including its finances, and the operations of News America Marketing as it affected CCMI, including but not limited to its finances.

22. Ed Wogan
Vertis Corp.
250 West Pratt
Baltimore, MD

Mr. Wogan possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI, including but not limited to its finances.

23. Jan Constantine, Esquire
Address unknown

Ms. Constantine possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the business operations of News America Marketing as it affected CCMI.

24. Deborah Wolf, Esq.
Formerly of Squadron, Ellenoff, Plesent & Sheinfeld
551 Fifth Ave
New York, New York

Ms. Wolf possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase.

25. Les Charm
Professor
Babson College
Wellesley, MA

Mr. Charm possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Charm possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

26. Diana Fontaine
Plymouth, MA

Ms. Fontaine possesses information relative to CCMI's operations.

27. Robert Coughlin
Boston, MA

Mr. Coughlin possesses information relative to CCMI's operations, particularly its finances.

28. Kevin Tripp
The Gillette Company
Prudential Center
Boston, MA

Mr. Tripp possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Tripp possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

29. Bill Adam
Connecticut

Mr. Adam possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations with CCMI and its principals regarding the purchase. Mr. Adam possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

30. Barry Robinson
President, Targeted Solutions
Eliot, Maine

Mr. Robinson possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI.

31. Kevin McKenna
San Antonio, TX

Mr. McKenna possesses knowledge of CCMI's (which later became Smart Source Direct) operations and the operations of News America Marketing as it affected CCMI. Mr. McKenna also possesses knowledge of the loyalty marketing industry.

32. David Henkin, Esq.
Goodwin Procter
Boston, MA

Ms. Henkin possesses information relative to News America Marketing's purchase of CCMI, including but not limited to the negotiations between CCMI and New America Marketing.

33. Kevin Bridgewater
Vice President
Marsh Super Markets
Indianapolis, Indiana

Mr. Bridgewater possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

34. David Chincao
The Kroger Company
Cincinnati, Ohio

Mr. Chincao possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

35. Rich Sterling
The Kroger Company
Cincinnati, Ohio

Mr. Sterling possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

36. Steve Denny
Vice President
The Kroger Company
Cincinnati, Ohio

Mr. Denny possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

37. Christie Coleman
Bashas Supermarket
Phoenix, AZ

Ms. Coleman possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

38. Jim Nygrin, VP
Frys Supermarkets
Phoenix, AZ

Mr. Nygrin possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

39. Frank Jack, Controller
Longs Drugs
California

Mr. Jack possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

40. Steve Prebble Vice President
Albertsons
Boise, ID

Mr. Prebble possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

41. David Henry, Executive Vice President
Winn Dixie
Jacksonville, FL

Mr. Henry possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

42. Barry Berman, Executive Vice President
Stop & Shop Supermarkets
Braintree, MA

Mr. Berman possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

43. Kathy Harkins, Director
Bilo Supermarkets
South Carolina

Mr. Harkins possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

44. John Wiley, VP
Grocery Outlet Stores
California

Mr. Wiley possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

45. Eric Blank, President
Arthur Blank and Co.
Massachusetts

Mr. Blank possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

46. Ron Goad, President
Oklahoma City, OK

Mr. Goad possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

47. Alan Biren, President
AJ Biren & CO
Westborough MA

Mr. Biren possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

48. Seth Epstein, President
Tactical Retail Solutions
Hartford, CT

Mr. Epstein possesses information relative to CCMI's business as well as information relating to the loyalty marketing industry.

49. Carline Thissen
Retail Solutions
Naples, FL

Ms. Thissen possesses information relating to the loyalty marketing industry generally.

50. David Diamond
Diamond, Inc.

New York, New York

Mr. Diamond possesses information relating to the loyalty marketing industry generally.

51. Brian Wolf
North Carolina

Mr. Wolf possesses information relating to the loyalty marketing industry.

52. Ann Raider
c/o Todd & Weld LLP
28 State Street, 31st Floor
Boston, MA 02109

Ms. Raider possesses information relating to the facts as alleged in her complaint.

53. Robert Fireman
c/o Todd & Weld LLP
28 State Street, 31st Floor
Boston, MA 02109

Mr. Fireman possesses information relating to the facts as alleged in his complaint.

54. Michael Gafney
New York, New York

Mr. Gafney possesses information relative to the due diligence performed on CCMI.

B. Documents, Data Compilations and Tangible Things In the Possession, Custody or Control of Mr. Fireman and Ms. Raider That They May Use To Support Their Claims

The following is a description by category and location of all documents, data compilations and tangible things within Mr. Fireman and Ms. Raider's possession, custody or control that they may use to support their claims. Unless otherwise noted, the identified categories of documents are located either with counsel or at Ms. Raider and Mr. Fireman's residence.

These documents include:

1. Records of CCMI prior to the sale

2. Stock Purchase Agreement
3. Correspondences protesting lack of action by News America Marketing and earn out issues
4. PowerPoint Presentations to customers
5. Trade Journals which describe the market growth and competitors' positions
6. Original Press Releases of CCMI
7. Email correspondences and other documentary exchanges between CCMI later Smart Source Direct.
8. Fiscal Year Planning Documents and Budgets

C. Computation Of Any Category of Damages

At this time, Mr. Fireman and Ms. Raider are unable to quantify their damages suffered as a result of News America Marketing In-Store, Inc.'s misconduct. Further responding, News America Marketing's own records demonstrate that Ms. Raider and Mr. Fireman are owed in excess of \$15,000,000.

D. Insurance Agreement

Mr. Fireman and Ms. Raider are plaintiffs in this case and therefore have no insurance agreements relative to this dispute.

ANN RAIDER AND ROBERT FIREMAN

By their attorneys,

/s David H. Rich
Kevin T. Peters (BBO #550522)
David H. Rich (BBO #634275)
Todd & Weld LLP
28 State Street
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Dated: June 1, 2006